

KELLEY DRYE & WARREN LLP

James S. Carr

Jordan A. Bergman

101 Park Avenue

New York, NY 10178

Tel: (212) 808-7800

Fax: (212) 808-7897

Attorneys for Defendants BP, BP Amoco Corp., BP Products
North America Inc., Castrol, and Castrol Industrial

UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

_____)	
In re:)	Chapter 11
)	
DELPHI CORPORATION, <i>et al.</i> ,)	Case No. 05-44481 (RDD)
)	
Debtors.)	(Jointly Administered)
_____)	
)	
DELPHI CORPORATION, <i>et al.</i> ,)	Adv Pro. No. 07-02270 (RDD)
)	
Plaintiffs,)	
)	
v.)	
)	
BP, BP AMOCO CORP., BP)	
MICROSYSTEMS INC., BP PRODUCTS)	
NORTH AMERICA INC., CASTROL,)	
CASTROL INDUSTRIAL AND)	
UNIFRAX CORP.,)	
)	
Defendants.)	
_____)	

**JOINDER OF BP, BP AMOCO CORP., BP PRODUCTS NORTH AMERICA INC.,
CASTROL, AND CASTROL INDUSTRIAL TO (A) LIMITED OBJECTION OF
MICROCHIP TECHNOLOGY INCORPORATED TO REORGANIZED DEBTORS'
MOTION FOR A CASE MANAGEMENT ORDER ESTABLISHING PROCEDURES
GOVERNING ADVERSARY PROCEEDINGS; AND (B) OBJECTION OF AURAMET
TRADING LLC REGARDING REORGANIZED DEBTORS' MOTION FOR A CASE
MANAGEMENT ORDER ESTABLISHING PROCEDURES GOVERNING
ADVERSARY PROCEEDINGS**

BP, BP Amoco Corp., BP Products North America Inc., Castrol, and Castrol Industrial (collectively, the “BP Defendants”), by their undersigned attorneys, Kelley Drye & Warren LLP, hereby join (the “Joinder”) and adopt the arguments set forth in the following objections (the “Objections”) filed by Microchip Technology Incorporated and Auramet Trading LLC (collectively, the “Objectors”) to the *Reorganized Debtors’ Motion For a Case Management Order Establishing Procedures Governing Adversary Proceedings*, dated March 17, 2010 [Adv Pro. No. 07-02270, Docket No. 9] (the “Case Management Motion”):

(1) LIMITED OBJECTION OF MICROCHIP TECHNOLOGY INCORPORATED TO REORGANIZED DEBTORS’ MOTION FOR A CASE MANAGEMENT ORDER ESTABLISHING PROCEDURES GOVERNING ADVERSARY PROCEEDINGS, dated April 9, 2010 [Case No. 05-44481, Docket No. 19794]; and,

(2) OBJECTION OF AURAMET TRADING LLC REGARDING REORGANIZED DEBTORS’ MOTION FOR A CASE MANAGEMENT ORDER ESTABLISHING PROCEDURES GOVERNING ADVERSARY PROCEEDINGS, dated April 9, 2010 [Adv Pro. No. 07-02130, Docket No. 12].

The facts set out in the Objections are substantially the same with respect to the BP Defendants, except as more specifically stated herein, such that any relief granted for the benefit of one of the Objectors should be granted for the BP Defendants.

The BP Defendants supplement the facts set forth in the Motion as follows:

1. On October 8 and 14, 2005 (the “Petition Dates”, Delphi Corporation and certain of its subsidiaries (collectively, the “Debtors”) each filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code.
2. Prior to the Petition Dates, certain of the BP Defendants sold certain petroleum-based products to the Debtors.

3. The Debtors/Plaintiffs commenced this adversary proceeding against the BP Defendants and certain other parties¹ on September 28, 2007 by filing the complaint (the “Complaint”) under seal with the Clerk (seeking to recover, pursuant to Bankruptcy Code §§ 547 and 550, alleged preferential transfers made to these parties of \$4,489,538.67). However, the BP Defendants were not served with the Complaint until on or about April 2, 2010.

4. On March 17, 2010, prior to serving the Complaint upon the BP Defendants, the Debtors filed the Case Management Motion.

5. Upon review of the Objections, the BP Defendants join in all arguments made therein and incorporate such arguments by reference in this Joinder.

WAIVER OF MEMORANDUM

6. The BP Defendants respectfully request that this Court waive the requirement contained in Rule 9013-1 of the Local Bankruptcy Rules for the Southern District of New York that a separate memorandum of law be submitted because the issues raised in this Joinder are not novel. To the extent this Court determines that a memorandum of law is required, the BP Defendants request that they be allowed to submit one at a date to be determined by the Court.

¹ The other defendants in this adversary proceeding are Unifrax Corporation and BP Microsystems Inc.

WHEREFORE, BP, BP Amoco Corp., BP Products North America Inc., Castrol, and Castrol Industrial, by their undersigned attorneys, join and adopt the arguments set forth in the Objections, and respectfully request that this Court enter an order (i) denying all the relief requested in the Case Management Motion unless it is modified in accordance with the proposed modifications in the Objections; and (ii) granting such other and further relief as may be just and proper under the circumstances.

Dated: New York, New York
May 17, 2010

KELLEY DRYE & WARREN LLP

By: /s/ James S. Carr

James S. Carr

Jordan A. Bergman

101 Park Avenue

New York, NY 10178

Tel: (212) 808-7800

Fax: (212) 808-7897

Attorneys for Defendants BP, BP Amoco Corp., BP
Products North America Inc., Castrol, and Castrol
Industrial

CERTIFICATE OF SERVICE

I hereby certify that on the 17th day of May 2010, I caused the foregoing **JOINDER OF BP, BP AMOCO CORP., BP PRODUCTS NORTH AMERICA INC., CASTROL, AND CASTROL INDUSTRIAL TO (A) LIMITED OBJECTION OF MICROCHIP TECHNOLOGY INCORPORATED TO REORGANIZED DEBTORS' MOTION FOR A CASE MANAGEMENT ORDER ESTABLISHING PROCEDURES GOVERNING ADVERSARY PROCEEDINGS; AND (B) OBJECTION OF AURAMET TRADING LLC REGARDING REORGANIZED DEBTORS' MOTION FOR A CASE MANAGEMENT ORDER ESTABLISHING PROCEDURES GOVERNING ADVERSARY PROCEEDINGS**, to be filed via this Court's CM/ECF System and served upon the parties listed below via United States First Class Mail.

Butzel Long, A Professional Corporation 380 Madison Avenue – 22 nd Floor New York, New York 10017 Attn: Eric B. Fisher, Esq. Barry N. Seidel, Esq.	Butzel Long, A Professional Corporation 150 West Jefferson – Suite 100 Detroit, Michigan 48226 Attn: Cynthia J. Haffey, Esq
Togut, Segal & Segal LLP One Penn Plaza – Suite 3335 New York, New York 10119 Attn: Albert Togut, Esq.	U.S. Trustee United States Bankruptcy Court 300 Quarropas Street White Plains, New York 10601

/s/ Jordan A. Bergman
Jordan A. Bergman